Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF MINNESOTA

Case number *(if known)* ______ Chapter **11**

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1. Debtor's name — **Exchange Street, Inc.**

2. All other names debtor used in the last 8 years
Include any assumed names, trade names and *doing business as* names — **DBA Pawn America**

3. Debtor's federal Employer Identification Number (EIN) — **45-5169190**

4. Debtor's address

Principal place of business

181 River Ridge Circle S
Burnsville, MN 55337
Number, Street, City, State & ZIP Code

Dakota
County

Mailing address, if different from principal place of business

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business
See attached.
Number, Street, City, State & ZIP Code

5. Debtor's website (URL) — **http://www.pawnamerica.com/**

6. Type of debtor

■ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify: ______

7. Describe debtor's business

A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ■ None of the above

B. *Check all that apply*

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See http://www.uscourts.gov/four-digit-national-association-naics-codes.

4533

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ■ Chapter 11. *Check all that apply*:
  - ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
  - ☐ A plan is being filed with this petition.
  - ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
  - ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
  - ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ■ No.
- ☐ Yes.

District ______ When ______ Case number ______
District ______ When ______ Case number ______

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list

- ☐ No
- ■ Yes.

Debtor **See Attachment** Relationship ______
District ______ When ______ Case number, if known ______

11. Why is the case filed in *this district?*

Check all that apply:

■ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

■ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

■ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

☐ No

☐ Yes. Insurance agency

Contact name

Phone

Statistical and administrative information

13. Debtor's estimation of available funds

. *Check one:*

■ Funds will be available for distribution to unsecured creditors.

☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☐ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than100,000
■ 200-999		

15. Estimated Assets

☐ $0 - $50,000	☐ $1,000,001 - $10 million	☐ $500,000,001 - $1 billion
☐ $50,001 - $100,000	■ $10,000,001 - $50 million	☐ $1,000,000,001 - $10 billion
☐ $100,001 - $500,000	☐ $50,000,001 - $100 million	☐ $10,000,000,001 - $50 billion
☐ $500,001 - $1 million	☐ $100,000,001 - $500 million	☐ More than $50 billion

16. Estimated liabilities

☐ $0 - $50,000	☐ $1,000,001 - $10 million	☐ $500,000,001 - $1 billion
☐ $50,001 - $100,000	■ $10,000,001 - $50 million	☐ $1,000,000,001 - $10 billion
☐ $100,001 - $500,000	☐ $50,000,001 - $100 million	☐ $10,000,000,001 - $50 billion
☐ $500,001 - $1 million	☐ $100,000,001 - $500 million	☐ More than $50 billion

Debtor **Exchange Street, Inc.**
Name

Case number (*if known*)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is trued and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **April 12, 2017**
MM / DD / YYYY

X **/s/ Bradley K. Rixmann**
Signature of authorized representative of debtor

Bradley K. Rixmann
Printed name

Title **President**

18. Signature of attorney

X **/s/ Edwin Caldie**
Signature of attorney for debtor

Date **April 12, 2017**
MM / DD / YYYY

Edwin Caldie
Printed name

Stinson Leonard Street LLP
Firm name

150 South Fifth Street, Suite 2300
Minneapolis, MN 55402
Number, Street, City, State & ZIP Code

Contact phone **612-335-1500** Email address

MN - 0388930
Bar number and State

Debtor **Exchange Street, Inc.** Case number (*if known*)
Name

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF MINNESOTA

Case number *(if known)* Chapter **11**

☐ Check if this an amended filing

FORM 201. VOLUNTARY PETITION

Pending Bankruptcy Cases Attachment

Debtor	**Pawn America Minnesota LLC**			Relationship to you	**Affiliate**
District	**Minnesota**	When	**4/12/17**	Case number, if known	
Debtor	**Pawn America Wisonsin**			Relationship to you	**Affiliate**
District	**Minnesota**	When	**4/12/17**	Case number, if known	

United States Bankruptcy Court
District of Minnesota

In re **Exchange Street, Inc.** Debtor(s)

Case No.

Chapter **11**

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Amy Regnier **181 River Ridge Circle** **Burnsville, MN 55337**		**198000**	**Shares**
Brad Rixmann **181 River Ridge Circle** **Burnsville, MN 55337**		**404000**	**Shares**
Paul Rixmann **181 River Ridge Circle** **Burnsville, MN 55337**		**198000**	**Shares**

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **President** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **April 12, 2017**

Signature **/s/ Bradley K. Rixmann**

Bradley K. Rixmann

Penalty for making a false statement of concealing property: Fine of up to $500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

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United States Bankruptcy Court
District of Minnesota

In re	Exchange Street, Inc.	Case No.	
	Debtor(s)	Chapter	11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Exchange Street, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Amy Regnier
181 River Ridge Circle
Burnsville, MN 55337

Brad Rixmann
181 River Ridge Circle
Burnsville, MN 55337

Paul Rixmann
181 River Ridge Circle
Burnsville, MN 55337

☐ None [*Check if applicable*]

April 12, 2017
Date

/s/ Edwin Caldie
Edwin Caldie
Signature of Attorney or Litigant
Counsel for **Exchange Street, Inc.**

Stinson Leonard Street LLP
150 South Fifth Street, Suite 2300
Minneapolis, MN 55402
612-335-1500 Fax:612-335-1657

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ADDITIONAL LOCATIONS of Principal Assets of Business Debtor

Anoka 701 W Main St Anoka, MN 55303	Hopkins 168 N Blake Road Hopkins, MN 55337	Roseville 1715 N Rice St Roseville, MN 55113
Appleton 500 Westhill Blvd Grand Chute, WI 54914	Hopkins Exchange 168 N Blake Rd Hopkins, MN 55337	Sioux Falls 3514 W 41st Street Sioux Falls, SD 56301
Ashwaubenon 2590 Holmgren Way, Suite 120 Ashwaubenon, WI 54304	Inver Grove Heights 5300 S Robert Trail Inver Grove Heights, MN 55077	Sioux Falls - Warehouse 3514 W 41st Street Sioux Falls, SD 56301
Bloomingon 8650 Lyndale Ave S Bloomington, MN 55420	Madison 2301 E Springs Dr Madison, WI 53704	St Cloud 2550 W Division St St Cloud, MN 56301
Burnsville 13959 Grand Ave S Burnsville, MN 55337	Mankato 1565 Tullamore St Mankato, MN 56001	Suburban - PA Exchange 1885 Suburban Ave, Suite 2 St Paul, MN 55119
Coon Rapids 15 Coon Rapids Blvd Coon Rapids, MN 55448	Midway 1636 University Ave W St Paul, MN 55104	Suburban - Pawn 1885 Suburban Ave, Suite 1 St Paul, MN 55119
Corporate 181 River Ridge Cr S Burnsville, MN 55337	MyBridge 12030-12040 Riverwood Drive Burnsville, MN 55337	W St Paul 1974 S Robert St W St Paul, MN 55118
Duluth 339 E Central Entrance Duluth, MN 55811	MyBridge 12401 Washburn Ave S, Suite 12401B Burnsville, MN 55337	Wausau 1424 Schofield Rd Schofield, WI 54476
Eau Claire 2615 Mall Drive Eau Claire, WI 54701	Onalaska 1235 Crossing Meadows Dr Onalaska, WI 54650	West Allis 7560 W Lincoln Ave West Allis, WI 53219
Fargo 3520 13th Ave S Fargo, ND 58103	Robbinsdale 4143 W Broadway Ave Robbinsdale, MN 55442	
Fridley 789 53rd Ave NE Fridley, MN 55421	Rochester 770 First Ave SE Rochester, MN 55904	

Fill in this information to identify the case:			
Debtor Name	Exchange Street, Inc.		
United States Bankruptcy Court for the:		Disrict of	Minnesota (State)
Case Number (if known)			

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
1 WESTERN BANK 1740 RICE STREET ST PAUL MN 55113-6811		BANK LOAN: FF&E INVER GROVE HEIGHTS STORE LOCATION	UNLIQUIDATED			$378,526.43
2 VENTURE BANK 6210 WAYZATA BOULEVARD GOLDEN VALLEY MN 55416		BANK LOAN: FF&E HOPKINS STORE LOCATION	UNLIQUIDATED	$289,592.00	$11,912.21	$277,679.79
3 KARE 11 KARE GANNETT CO INC PO BOX 637382 CINCINNATI OH 45263-7382		ADVERTISING				$96,625.00
4 WCCO-TV 21253 NETWORK PLACE LA CROSSE WI 54601		ADVERTISING				$74,366.50
5 ALLOVER MEDIA 16355 36TH AVE N SUITE 700 MINNEAPOLIS MN 55446		ADVERTISING				$58,000.00
6 QUINCY MEDIA INC C/O JOSEPH, MANN & CREED 8948 CANYON FALLS BLVD STE 200 TWINSBURG OH 44087		ADVERTISING				$36,256.17
7 THE NERDERY LLC 9555 JAMES AVE S SUITE 245 BLOOMINGTON MN 55431		IT SERVICES				$23,615.50
8 ECOMMWORKS 2960 WINNETKA AVE NO SUITE 211 CRYSTAL MN 55427		IT SERVICES				$19,222.40
9 COMPUTER INTEGRATION TECHNOLOGIES INC 2375 VENTURA DR, SUITE A WOODBURY MN 55125		IT SERVICES				$16,807.03
10 WUCW C/O WMSN 7847 BIG SKY DR MADISON WI 53719		ADVERTISING				$14,109.00

Debtor Exchange Street, Inc. number *(if known)*
Name

Name of creditor and complete mailing address, including zip code	**Name, telephone number, and email address of creditor contact**	**Nature of the claim** (for example, trade debts, bank loans, professional services, and government contracts)	**Indicate if claim is contingent, unliquidated, or disputed**	**Amount of unsecured claim** If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
11 STAPLES ADVANTAGE DEPT DET PO BOX 83689 CHICAGO IL 60696-3689		SUPPLIES				$11,986.23
12 COMCAST SPOTLIGHT 12964 COLLECTIONS CENTER DR ANOKA MN 55303		ADVERTISING				$11,088.25
13 WISC-TV ATTN: RYAN LIEBL 7025 RAYMOND ROAD MADISON WI 53719		ADVERTISING				$8,527.10
14 RSM US LLP 5155 PAYSPHERE CIRCLE WOODBURY MN 55125		PROFESSIONAL SERVICES				$14,109.00
15 WMTV PO BOX 14200 ST CLOUD MN 56301		ADVERTISING				$7,806.42
16 WDAY/WDAZ PO BOX 2466 CAROL STREAM IL 60197-4349		ADVERTISING				$7,500.00
17 ULINE PO BOX 88741 ST PAUL MN 55164-0777		SHIPPING				$7,445.00
18 HIGH PROFILE GROUNDS MAINT 8236 ARTHUR ST. SUITE H MINNEAPOLIS MN 55432		SERVICES				$7,028.31
19 WLUK C/O WMSN 7847 BIG SKY DRIVE MADISON WI 53719		ADVERTISING				$5,771.50
20 KDLT-TV 3600 SOUTH WESTPORT AVE DULUTH MN 55805		ADVERTISING				$5,759.25

LOCAL FORM 1008-1

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MINNESOTA

In re: BKY Case No.: Case No.

Pawn America Minnesota, LLC,

Chapter 11 Case

Debtor.

In re: BKY Case No.: Case No.

Pawn America Wisconsin, LLC,

Chapter 11 Case

Debtor.

In re: BKY Case No.: Case No.

Exchange Street, Inc.,

Chapter 11 Case

Debtor.

PROOF OF AUTHORITY TO SIGN AND FILE PETITION

I, Bradley K. Rixmann, declare under penalty of perjury that I am the Sole Director, President, Secretary, and Treasurer of Exchange Street, Inc., a Minnesota subchapter S corporation, and that on April 11, 2017, the following resolution was duly adopted by the Sole Director of this company:

"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that Bradley K. Rixmann, President of this corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a

LOCAL FORM 1008-1

chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that Bradley K. Rixmann, President of this corporation, is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case; and

Be It Further Resolved, that Bradley K. Rixmann, President of this corporation, is authorized and directed to employ Edwin H. Caldie, attorney and the law firm of Stinson Leonard Street LLP to represent the corporation in such bankruptcy case."

Executed on: April 12, 2017

Signed: *s/Bradley K. Rixmann*
Bradley K. Rixmann
181 River Ridge Circle
South.Burnsville, MN 55337

Fill in this information to identify the case:

Debtor name **Exchange Street, Inc.**

United States Bankruptcy Court for the: DISTRICT OF MINNESOTA

Case number (if known) __________

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended *Schedule*
- ■ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **April 12, 2017**

X **/s/ Bradley K. Rixmann**
Signature of individual signing on behalf of debtor

Bradley K. Rixmann
Printed name

President
Position or relationship to debtor

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